

**Exhibit 10: Analysis of Defendants' "Fees Regarding Forum Shopping"**

Date	Name	Ds' Est. Time	Actual Time	Lodestar Rate	Fees at Lodestar Rate	Description	Notes
4/30/15	Nussbaum	5.3	<b>4.3</b>	\$610	\$2,623.00	Review order from Judge Russell; analyze which new members are from which circuits; review emails from Ms. N. Matthews re possible additional new members; conference with Messrs. E. Kniffin and I. Speir re forum shopping issue and development of arguments, research and facts in opposition to same; review research memorandum re associational standing; outline arguments re rebutting government's objection to new members based upon form selection; <b>email to board and officers re hearing and court's order</b> ; additional conference with Mr. Kniffin re arguments related to forum shopping; <b>email to Messrs. A. Picarello and M. Reinzi re convening conference call for national counsel.</b>	
4/30/15	Kniffin	5.1	5.1	\$440	\$2,244.00	Read order from Judge Russell regarding new CBA members in 3rd or DC Circuits; strategy meeting with Messrs. M. Nussbaum and I. Speir; prepare arguments and related research for response to government's forum shopping argument	
5/12/15	Nussbaum	2.3	<b>0.8</b>	\$610	\$488.00	Conference with Mr. I. Speir re research as to forum shopping issue; <b>review and revise notice of new member; conference with Mr. E. Kniffin re same.</b>	
5/13/15	Speir	2.9	2.9	\$420	\$1,218.00	Research associational standing, venue, and forum shopping for response to government's brief on forum shopping.	
5/13/15	Kniffin	0.8	0.8	\$440	\$352.00	Read Department of Justice's brief regarding forum selection.	
5/14/15	Speir	1.1	1.1	\$420	\$462.00	Research associational standing, venue, and forum shopping for response to government's brief on forum shopping.	
5/14/15	Kniffin	0.5	0.5	\$440	\$220.00	Review government forum shopping brief; outline arguments in response.	
5/15/15	Nussbaum	1.8	<b>1.3</b>	\$610	\$793.00	Review government brief re forum shopping and associational standing; <b>email to Dr. J. Haas re a present pleading.</b>	
5/15/15	Kniffin	2.6	2.6	\$440	\$1,144.00	Strategy conversation with Mr. M. Nussbaum regarding government's forum shopping brief; outline Department of Justice forum shopping brief; research DOJ's cited cases.	
5/17/15	Kniffin	1.0	1.0	\$440	\$440.00	Read cases cited in Department of Justice forum shopping brief.	

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5/18/15	Nussbaum	3.0	3.0	\$610	\$1,830.00	Conference with Mr. E. Kniffin, and thereafter, with Messrs. Kniffin and I. Speir re response to government's statement as to forum shopping concern; phone conference with Ms. N. Matthews re declaration in support of arguments countering government's forum shopping argument; draft declaration accordingly; email same to Ms. Matthews and Mr. Kniffin for comment.	
5/18/15	Speir	9.3	9.3	\$420	\$3,906.00	Research associational standing, venue, and forum shopping for response to government's brief on forum shopping, and draft memo regarding same; conference with Messrs. M. Nussbaum and E. Kniffin regarding responding to government's brief on forum shopping.	
5/18/15	Kniffin	4.6	4.6	\$440	\$2,024.00	Read cases cited in Department of Justice forum supporting brief; research other Mandate cases filed out of company's home circuit.	
5/19/15	Kniffin	7.2	7.2	\$440	\$3,168.00	Research associational standing, venue, and forum shopping for response to government's brief on forum shopping, and draft memo regarding same; conference with Messrs. M. Nussbaum and E. Kniffin regarding responding to government's brief on forum shopping.	
5/19/15	Nussbaum	0.5	0.5	\$610	\$305.00	Conference with Mr. E. Kniffin re arguments in brief related to forum selection.	
5/20/15	Kniffin	10.2	10.2	\$440	\$4,488.00	Legal research and draft response to government's forum shopping brief.	
5/21/15	Kniffin	10.9	10.9	\$440	\$4,796.00	Legal research and draft response to government's forum shopping brief.	
5/22/15	Nussbaum	0.5	0.5	\$610	\$305.00	Conference with Mr. E. Kniffin re briefing.	
5/22/15	Speir	0.2	0.2	\$420	\$84.00	Conference with Mr. E. Kniffin regarding plaintiffs' brief on forum shopping.	
5/22/15	Kniffin	8.2	8.2	\$440	\$3,608.00	Legal research and draft response to government's forum shopping brief.	
5/23/15	Kniffin	3.5	3.5	\$440	\$1,540.00	Draft response to government's forum shopping brief.	
5/25/15	Nussbaum	9.5	<b>7.5</b>	\$610	\$4,575.00	Review Mr. I. Speir's memorandum re associational standing and forum shopping; review defendant's supplemental brief on forum shopping <b>and the two new decisions, respectively, by the Seventh and D.C. Circuits</b> ; identify salient issues requiring response; review and begin revision of plaintiffs' response brief on forum shopping; legal research re association standing.	

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Date	Name	Ds' Est. Time	Actual Time	Lodestar Rate	Fees at Lodestar Rate	Description	Notes
5/26/15	Nussbaum	9.3	9.3	\$610	\$5,673.00	Continue drafting and revising brief related to forum shopping issue; attention to table of contents, table of authorities, final formatting, proofing of brief, and direct filing of the same.	
5/26/15	Kniffin	5.3	<b>4.3</b>	\$440	\$1,892.00	Read government notice of supplemental authority; <b>read D.C. Circuit opinion</b> ; read caselaw in government forum shopping brief; conversations with Mr. M. Nussbaum regarding response to government forum shopping brief; edit brief with Mr. Nussbaum.	
<b>TOTALS:</b>		<b>105.6</b>	<b>99.6</b>		<b>\$48,178.00</b>		